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Attorneys for all Defendants served with process

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION

BRADLEY C. SMITH, derivatively on behalf
of FRANKLIN CUSTODIAN FUNDS,

Plaintiff,

v.

FRANKLIN/TEMPLETON DISTRIBUTORS,
INC., HARRIS J. ASHTON, ROBERT F.
CARLSON, SAM GINN, EDITH E.
HOLIDAY, FRANK W.T. LAHAYE, FRANK
A. OLSON, LARRY D. THOMPSON, JOHN
B. WILSON, CHARLES B. JOHNSON, AND
RUPERT H. JOHNSON,

Defendants,

and

FRANKLIN CUSTODIAN FUNDS,

Nominal Defendant.

Case No. 09-4775 PJH

**[PROPOSED] ORDER EXTENDING TIME
TO RESPOND TO THE COMPLAINT,
SETTING BRIEFING SCHEDULE AND
DEFERRING THE CASE MANAGEMENT
CONFERENCE**

Judge: Hon. Phyllis J. Hamilton
Courtroom: 3

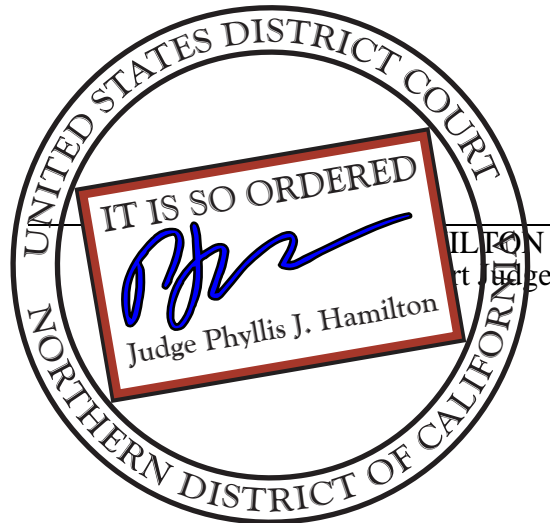
[PROPOSED] ORDER

Pursuant to the Parties' Stipulation Extending Time to Respond to the Complaint and Setting Briefing Schedule filed on December 30, 2009, and for good cause having been shown, IT IS HEREBY ORDERED THAT:

1. The time by which Defendants must answer, move against, or otherwise respond to the Complaint shall be on or before January 22, 2010;
2. Plaintiff shall have up to and including February 12, 2010 to file and serve his Opposition to any motions to dismiss filed by Defendants;
3. Defendants shall have up to and including March 5, 2010 to file and serve their Replies to such Opposition(s);
4. A hearing for any motions to dismiss that may be filed is scheduled for April 14, 2010;
5. The Case Management Conference is deferred until after the Court decides any motion(s) to dismiss filed by Defendants; and
6. If the Court issues an Order sustaining any portion of the Complaint, the Court shall schedule the Case Management Conference on the fifth Thursday after the issuance of such an Order, or as soon thereafter as the Court's calendar permits.

IT IS SO ORDERED.

Dated: January 13, 2010, 2009



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PROOF OF SERVICE

I certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non registered participants

On this 30th day of December, 2009.

By: /s/ Lloyd Winawer